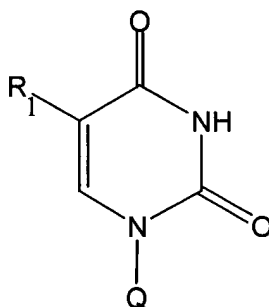


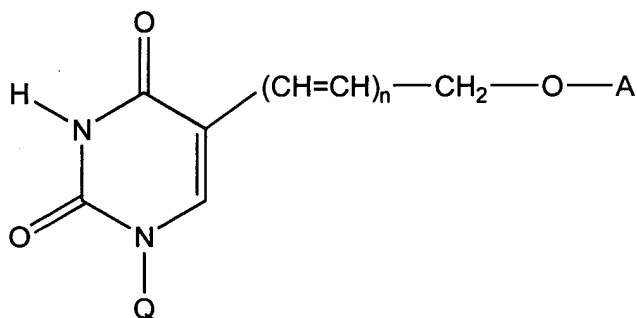
I. AMENDMENTS

In the claims:

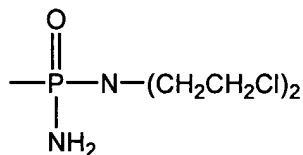
58. (Twice Amended) A method for inhibiting the proliferation of a pathological hyperproliferative cell comprising contacting the cell with an L- or D- isomer of the formula:



wherein R₁ is an electrophilic leaving group; or a compound of the formula:



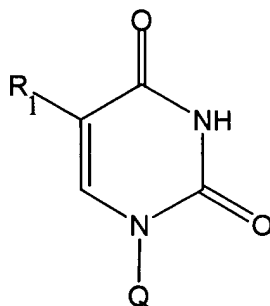
wherein n is an integer from 1 to 10; wherein A is a phosphoryl or phosphoramidatyl, or a compound of the formula:



C1
concl'd

wherein Q is selected from the group consisting of a 5' substituted masked phosphoryl, a phosphoryl or phosphoramidatyl moiety selected from the group consisting of sugar; thio-sugar; carbocyclic; acyclic analogs and derivatives of a sugar, a thio-sugar or derivatives, analogs and pharmaceutically acceptable salts thereof.

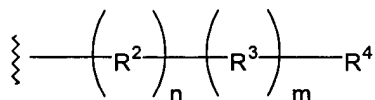
62. (Twice Amended) A compound of the formula:



wherein:

C2

R¹ is of the formula:



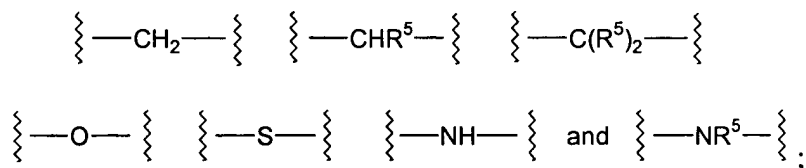
wherein n is from 1 to 10 and R² is selected from the group consisting of:

an unsaturated hydrocarbyl group;

an aromatic hydrocarbyl; and,

a heteroaromatic;

R³ is selected from the group consisting of:

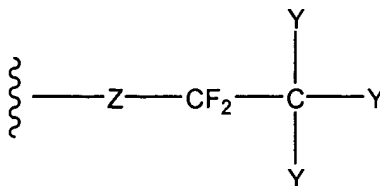
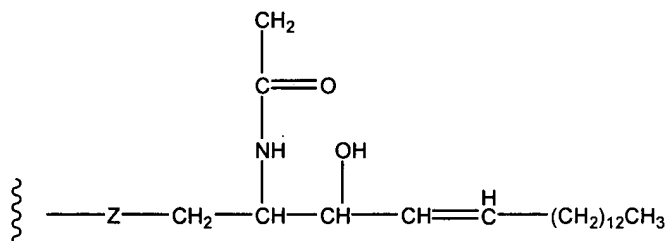
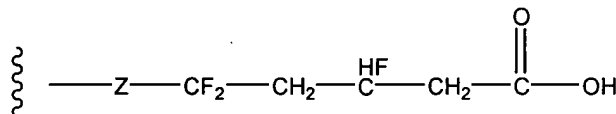
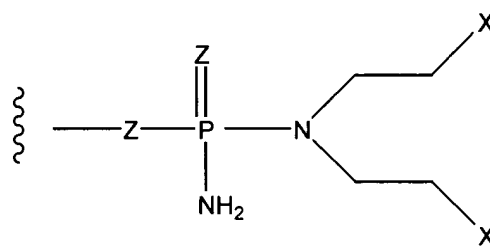
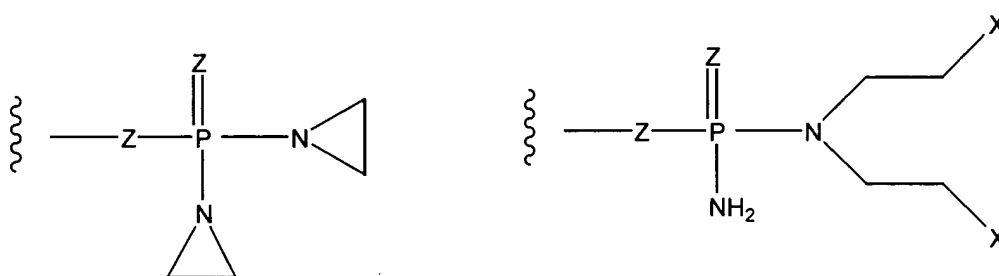


wherein R^5 may be the same or different and is independently a linear or branched alkyl group having from 1 to 10 carbon atoms, or a cycloalkyl group having from 3 to 10 carbon atoms;

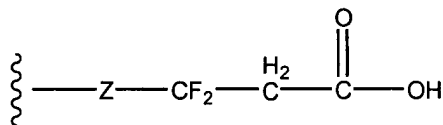
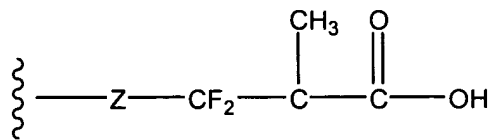
wherein n is an integer from 1 to 10;

wherein m is 0 or 1;

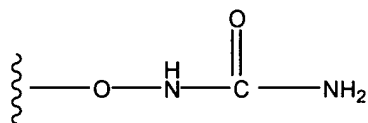
wherein R^4 is a toxophore selected from the group consisting of:



C2
contd



and



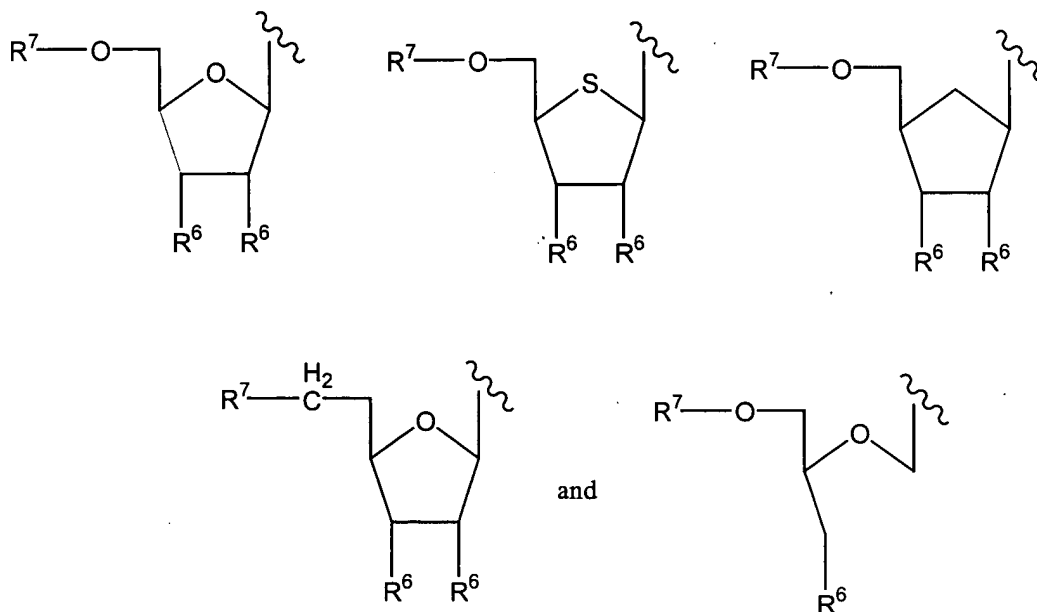
wherein X is -Cl, -Br, -I, or other potent leaving group;

wherein Y is independently -H or -F;

wherein Z is independently -O- or -S-;

C2
cont'd

wherein Q is selected from the group consisting of:



wherein R^6 is independently -H, -OH, $-OC(=O)CH_3$, or $-O-R_g$ wherein R_g is a hydroxyl protecting group other than acetyl; and,

wherein R^7 is a masked phosphate group, or a phosphoramidatyl group;

and wherein said compound may be in any enantiomeric, diastereomeric, or stereoisomeric form, consisting of a D-form, L-form, α -anomeric form, and β -anomeric form.

63. (Amended) A compound according to claim 62, wherein Q is:

